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**In The Claims:**

1. (Currently Amended) A system of distributing electronic content comprising:

    a network operations center generating a broadcast signal having digital electronic content;

    a communication backbone coupled to said network operations center;

    a base station receiving said broadcast signal from said backbone and forming a wireless local area network, said base station over-the-air rebroadcasting at least a portion of said broadcast signal as a rebroadcast signal using said wireless local area network; and

    a user appliance positioned with said wireless local area network and receiving said rebroadcast signal said user appliance having conditional access software therein, said conditional access software allowing the user appliance to access the rebroadcast signal.

2. (Previously Presented) A system as recited in claim 1 further comprising a television coupled to said base station, said television receiving at least a portion of said rebroadcast television signal.

3. (Original) A system as recited in claim 1 wherein said base station forms said rebroadcast signal from said digital electronic content.

4. (Original) A system as recited in claim 1 wherein said electronic content comprises digital audio signals.

5. (Original) A system as recited in claim 1 wherein said electronic content comprises video.

6. (Original) A system as recited in claim 1 wherein said backbone comprises a high altitude device, cable or fiber optic cable.

7. (Previously Presented) A system as recited in claim 6 wherein said high altitude device comprises a satellite.

8. (Previously Presented) A system as recited in claim 6 wherein said high altitude device comprises a stratospheric platform.

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9. (Original) A system as recited in claim 1 wherein said base station comprises an integrated receiver decoder.

10. (Currently Amended) A system as recited in claim 1 wherein said rebroadcast signal is compressed at the base station into a compressed signal.

11. (Original) A system as recited in claim 1 wherein said backbone comprises a cable network.

12. (Original) A system as recited in claim 1 wherein said backbone comprises a fiber optic network.

13. (Currently Amended) A method of distributing electronic content comprising the steps of:

coupling electronic content to a redistribution device;

receiving the electronic content from the redistribution device;

over-the-air broadcasting at least a portion of the electronic content from the redistribution device; and

receiving the over-the-air electronic content through a user appliance having conditional access software therein, said conditional access software allowing the user appliance to access the rebroadcast signal.

14. (Previously Presented) A method as recited in claim 13 wherein the step of over-the-air broadcasting comprises over-the-air broadcasting from a base station.

15. (Previously Presented) A method as recited in claim 13 wherein the step of over-the-air broadcasting comprises forming a local area network with the user appliance.

16. (Currently Amended) A method of distributing electronic content comprising the steps of:

broadcasting a television signal as electronic content;

receiving the electronic content at a base station;

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digitally compressing the electronic content into a compressed signal at the base station; [[and]]

over-the-air rebroadcasting the compressed signal using a wireless local area network;

allowing conditional access at a user device through conditional access software in the user device

17. (Previously Presented) A method as recited in claim 16 further comprising the steps of receiving the compressed signal at a user appliance.

18. (Original) A method as recited in claim 16 wherein the step of receiving comprises the steps of digitally decompressing the digital video stream, and displaying the video stream.

19. (Currently Amended) A base station comprising:  
a receiving antenna for receiving electronic content;  
compression software for compressing the electronic content into a compressed signal within the base station;

a transmitting area network antenna; and  
a wireless local area network interface coupled to the transmitting area network antenna and wirelessly broadcasting the compressed signal through the transmitting area network antenna as a compressed wireless rebroadcast signal.